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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re: : Chapter 11  
: :  
GENERAL MOTORS CORP., *et al.*, : Case No. 09-50026 (REG)  
: :  
: (Jointly Administered)  
Debtors. :  
-----X

**NOTICE OF WITHDRAWAL OF YAZAKI NORTH AMERICA, INC.'S LIMITED  
OBJECTIONS TO THE ASSUMPTION AND ASSIGNMENT OF CERTAIN  
EXECUTORY CONTRACTS [DOCKET NOS. 1195 AND 2732]**

Yazaki North America, Inc., ("Yazaki"), through its undersigned counsel, states as follows for its *Notice of Withdrawal of Yazaki North America, Inc.'s Limited Objections to the Assumption and Assignment of Certain Executory Contracts [Docket Nos. 1195 and 2732]*:

1. Yazaki and the Debtor in the above-captioned case (the "Debtor") have agreed upon a cure amount and have thereby resolved the objections set forth in Yazaki's *Limited Objection to Debtors' Motion Pursuant to 11 U.S.C. §§ 105, 363(B), (F), (K) and (M) and 365 and Fed. R. Bankr. P. 2002, 6004 and 6006 to (I) Approve (A) the Sale Pursuant to the Master Sale and Purchase Agreement With Vehicle Acquisition Holdings, LLC, A U.S. Treasury-Sponsored Purchaser, Free and Clear of Liens, Claims, Encumbrances, and Other Interests; (B) the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (C) Other Relief; and (II) Schedule Sale Approval Hearing* (the "Original Objection") [Docket No.

1195] and its *Amended Limited Objection to the Assumption and Assignment of Certain Executory Contracts* (the “Amended Objection”) [Docket No. 2732].

2. The parties are in the process of finalizing a document that sets forth the terms of their agreement.

3. Accordingly, Yazaki hereby withdraws the Original Objection and the Amended Objection.

Respectfully submitted,

DICKINSON WRIGHT PLLC

By: /s/ Michael C. Hammer  
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Dated: July 28, 2009

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